

COMPANY NUMBER: 3808320

**THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS
FUEL CELL CONTROL LIMITED**

**Pursuant to Section 381(A) of the
Companies Act 1985 ("the Act")**

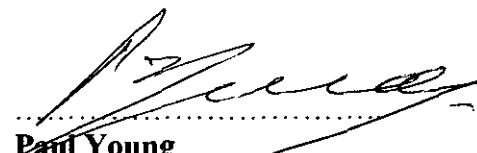
Passed on 4/9/2002

We, the undersigned, being all of the members of the above named Company for the time being entitled to receive notice of and to attend and vote at general meetings as pursuant to the Articles of Association hereby resolve that the following Resolution take effect as Written Resolution pursuant to Section 381A of the Act:-

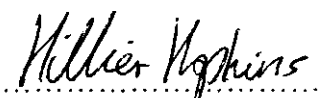
WRITTEN RESOLUTION

That pursuant to section 80 of the Companies Act 1985 the Directors be and are hereby authorised generally and unconditionally to allot relevant securities (as defined in Section 80 of the Companies Act 1985) up to an aggregate nominal amount of £222,752 provided that such authority, unless renewed, shall expire on the date which is 5 years from the date on which this Resolution is passed.


.....
Ronald Leslie Hodkinson


.....
Paul Young

We being the auditors to the above named Company hereby acknowledge that a copy of the above resolution has been sent to us pursuant to Section 381(B) of the Companies Act 1985.


.....
Hillier Hopkins
Auditors

24 SEPTEMBER 2002
Dated

